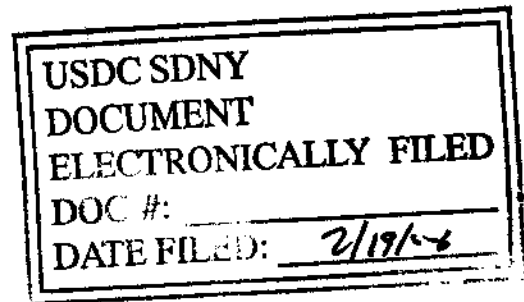


UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK



-----X  
DIESEL PROPS S.R.L. and  
DIESEL KID S.R.L.,

Civil Action No. 07CV9580 (HB)

Plaintiffs/Counter-Defendants,

**BOND IN CONNECTION WITH  
TEMPORARY RESTRAINING  
ORDER AND ORDER TO SHOW  
CAUSE FOR A PRELIMINARY  
INJUNCTION**

-against-

GREYSTONE BUSINESS CREDIT II LLC  
and GLOBAL BRAND MARKETING INC.,

Bond # CGB 7598178

Defendants/Counter-Plaintiffs

-against-

DIESEL S.p.A.

Third-Party Defendant.  
-----X

WHEREAS, this Court issued a temporary restraining order in this action on February 13, 2008, restraining and enjoining defendants from the commission of certain acts, as the order attached hereto more particularly describes; and

WHEREAS, this Court has scheduled a preliminary injunction hearing in connection with that temporary restraining order;

NOW, Therefore, the undersigned Fidelity and Deposit Company of Maryland, a corporation of the State of Maryland, duly authorized to transact business in the State of New York at 165 Broadway, New York, NY 10006, as surety, in consideration of the premises and of the issuing of the temporary restraining order and any related preliminary injunction that may


*Approved 2/19/08*  
*S. Michael M. Mullen*  
*By: [Signature] Clerk*  
*Dea Hentz*

issue, does hereby undertake in the sum of One Million Dollars and no/100 (\$1,000,000.00) and promises that the plaintiffs will pay to the parties enjoined such damages and costs not exceeding One Million Dollars and no/100 (\$1,000,000.00) as they may sustain by reason of the issuance of the temporary restraining order and/or preliminary injunction, if the court finally decides that the defendants were wrongfully restrained and/or enjoined.

IN WITNESS WHEREOF, the Fidelity and Deposit Company of Maryland has caused this undertaking to be signed and its corporate seal affixed by its duly authorized attorney-in-fact this 19<sup>th</sup> day of February 2008.

Fidelity and Deposit Company of Maryland

By:

  
Chandar Potter, Attorney-in-Fact

**NOTARIAL JURAT****INDIVIDUAL ACKNOWLEDGEMENT**

State of \_\_\_\_\_  
 County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, before me personally came \_\_\_\_\_, to me known, and known to me to be the individual who executed the foregoing instrument and acknowledge to me that he/she/they executed the same.

\_\_\_\_\_  
 (Signature of Notary Public)

My Commission expires \_\_\_\_\_

**PARTNERSHIP ACKNOWLEDGEMENT**

State of \_\_\_\_\_  
 County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, before me personally came \_\_\_\_\_, to me known, and known to me to be a member of the partnership of \_\_\_\_\_, acknowledged that he/she executed the foregoing instrument as the act of the said partnership.

\_\_\_\_\_  
 (Signature of Notary Public)

My Commission \_\_\_\_\_

**CORPORATE ACKNOWLEDGMENT**

State of \_\_\_\_\_  
 County of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, before me personally came \_\_\_\_\_, to me known, who being by me duly sworn, deposes and says that \_\_\_\_\_ he is the \_\_\_\_\_ of \_\_\_\_\_ the corporation described in and which executed the foregoing Agreement; that \_\_\_\_\_ he knows the seal of the said corporation; that the seal affixed to the said Agreement is such corporate seal; that it was so affixed by the order of the Board of Directors of said corporation, and that \_\_\_\_\_ he signed (her)(his) name thereto by like order.

\_\_\_\_\_  
 (Signature of Notary Public)

My commission expires \_\_\_\_\_

**SURETY ACKNOWLEDGEMENT**

State of New York  
 County of New York

On this 19<sup>th</sup> day of February, 2008, before me personally came Chandar Potter, to me known, who being by me duly sworn, deposes and says that she resides in the City of New York; that she is the ATTORNEY-IN-FACT of the above signed surety, the corporation described in and which executed the foregoing Agreement; that she knows the seal of the said corporation; that the seal affixed to the said Agreement is such corporate seal; that it was so affixed by the order of the Board of Directors of said corporation, and that she signed her name thereto by like order.

JOANNE S. CAULFIELD  
 Notary Public, State of New York  
 No. 01CA6134868  
 Qualified in New York County  
 Commission Expires Oct. 11, 2009

Joanne S. Caulfield  
 (Signature of Notary Public)

Bond Number: CGB7598178

**Power of Attorney  
FIDELITY AND DEPOSIT COMPANY OF MARYLAND**

HOME OFFICE: 3910 KESWICK ROAD, BALTIMORE, MD 21211

KNOW ALL MEN BY THESE PRESENTS: That the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, a corporation of the State of Maryland, by Gerald F. Martin, Jr., Vice President and Gerald F. Haley, Assistant Secretary, in pursuance of authority granted by Article VI, Section 2, of the By-Laws of said Company, which is set forth on the next page hereof, hereby certify to be in full force and effect on the day hereof, hereby nominate, constitute and appoint Chandar Potte, its true and lawful agent and Attorney-in-Fact, to make, execute, seal and deliver for, and on its behalf, any and all act and deed: Bond or undertaking number 7598178, issued on behalf of USA, Inc., as Principal in a penalty of the sum of One Million Hundred Thousand and Zero Cents (\$ 1,200,000) the execution of such bond, in taking in pursuance of the presents, shall be binding upon said company, as fully and completely as if the same were duly executed and acknowledged by the regularly elected officers of the Company in its office in Baltimore, MD, in and to the said bonds.

The said Assistant Secretary does hereby certify that the foregoing is a true and correct copy of Article VI, Section 2, of the By-Laws of said Company, as now in force.

IN WITNESS WHEREOF, the said Vice President and Assistant Secretary have hereunto set their names and affixed the Corporate Seal of the said FIDELITY AND DEPOSIT COMPANY OF MARYLAND this 19th day of February, A.D. 2008.

ATTEST:

FIDELITY AND DEPOSIT COMPANY OF MARYLAND



*Gerald F. Haley*  
Gerald F. Haley

Gerald F. Haley

Assistant Secretary

By:

*Frank E. Martin, Jr.*

Frank E. Martin, Jr.

Vice President

State of Maryland }  
County of Baltimore } ss:

On this 19th day of February, A.D. 2008, before the subscriber, a Notary Public of the State of Maryland, duly commissioned and qualified, came Frank E. Martin, Jr., Vice President, and Gerald F. Haley, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, to me personally known to be the individuals and officers described in and who executed the preceding instrument, and they each acknowledged the execution of the same, and being by me duly sworn, severally and each for himself deposeth and saith, that they are the said officers of the Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and that the said Corporate Seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of the said Corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.



*Constance A. Dunn*

Constance A. Dunn      Notary Public  
My Commission Expires:      July 14, 2011

## EXTRACT FROM BY-LAWS OF FIDELITY AND DEPOSIT COMPANY OF MARYLAND

"Article VI, Section 2. The Chairman of the Board, or the President, or any Executive Vice President or any Vice President that is specially authorized by the Board of Directors or the Chairman in concurrence with the Corporate Secretary, shall have the power, by and with the concurrence of the Secretary, to appoint Attorney-in-Fact as the business of the Company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, undertakings, recognizances, stipulations, policies, contracts, agreements, deeds, and releases and assignments of judgments, decrees, mortgages and instruments in the nature of mortgages, and also all other instruments and documents which the business of the Company may require, and to affix the seal of the Company thereto."

CERTIFICATE

I, the undersigned, Assistant Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the original Power of Attorney heretofore foregoing is a full, true and correct copy, is in full force and effect on the date of this certificate; and I do further certify that the President who executed the Power of Attorney was specially authorized by the Board of Directors to appoint an Attorney-in-Fact as provided in Article VI, Section 2 of the By-Laws of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND.

This Power of Attorney and certificate may be signed by the undersigned in the authority of the Board of Directors of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, meeting duly called on the 15th day of May, 1994.

RESOLVED: "That the facsimile or mechanically reproduced seal of the company and facsimile or mechanically reproduced signature of any Vice President, Secretary, or Assistant Secretary of the Company, whether made heretofore or hereafter, wherever appearing upon a certified copy of any power of attorney issued by the Company, shall be valid and binding upon the Company with the same force and effect as though manually affixed."

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed the Corporate Seal of the said Company, this 19th day of February, 2008.



L.L. Goucher

Assistant Secretary



**FIDELITY AND DEPOSIT COMPANY**

OF MARYLAND

3910 KESWICK ROAD, BALTIMORE, MD 21203

**Statement of Financial Condition**

As Of December 31, 2006

**ASSETS**

Bonds .....	\$ 150,563,710
Stocks .....	39,367,826
Cash and Short Term Investments .....	38,939,878
Reinsurance Recoverable .....	8,609,769
Other Accounts Receivable .....	25,762,452
<b>TOTAL ADMITTED ASSETS .....</b>	<b>\$ 263,243,635</b>

**LIABILITIES, SURPLUS AND OTHER FUNDS**

Reserve for Taxes and Expenses .....	\$ 625,582
Ceded Reinsurance Premiums Payable .....	32,539,586
Securities Lending Collateral Liability .....	35,322,207
<b>TOTAL LIABILITIES .....</b>	<b>\$ 68,487,375</b>
Capital Stock, Paid Up .....	\$ 5,000,000
Surplus .....	189,756,260
Surplus as regards Policyholders .....	194,756,260
<b>TOTAL .....</b>	<b>\$ 263,243,635</b>

Securities carried at \$33,209,464 in the above statement are deposited as required by law.

Securities carried on the basis prescribed by the National Association of Insurance Commissioners. On the basis of December 31, 2006 market quotations for all bonds and stocks owned, the Company's total admitted assets would be \$261,193,375 and surplus as regards policyholders \$192,706,000.

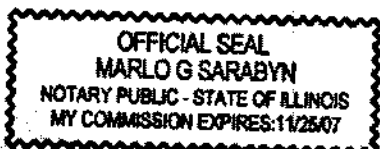
I, DAVID A. BOWERS, Corporate Secretary of the FIDELITY AND DEPOSIT COMPANY OF MARYLAND, do hereby certify that the foregoing statement is a correct exhibit of the assets and liabilities of the said Company on the 31st day of December, 2006.

Corporate Secretary

State of Illinois }  
City of Schaumburg } SS:

Subscribed and sworn to, before me, a Notary Public of the State of Illinois, in the City of Schaumburg, this 20th day of March, 2007.

Notary Public



STATE OF NEW YORK  
INSURANCE DEPARTMENT

It is hereby certified that

**FIDELITY AND DEPOSIT COMPANY OF MARYLAND**  
**of Baltimore, Maryland**

a corporation organized under the laws of the State of Maryland, and duly authorized to transact the business of insurance in this State, is qualified to become surety or guarantor on all bonds, undertakings, recognizances, guaranties and other obligations required or permitted by law; and that the said corporation is possessed of a capital and surplus including gross paid-in and contributed surplus and unassigned funds (surplus) aggregating the sum of \$194,756,260. (Capital \$5,000,000) as shown by its sworn financial statement for the year ended December 31, 2006 on file in this Department, prior to audit.

The said corporation cannot lawfully expose itself to loss on any one risk or hazard to an amount exceeding 10% of its surplus to policyholders, unless it shall be protected in excess of that amount in the manner provided in Section 4118 of the Insurance Law of this State.



In Witness Whereof, I have hereunto set my hand and affixed the official seal of this Department at the City of Albany, this 20<sup>th</sup> day of July, 2007.

Eric R. Dinallo  
Superintendent of Insurance

By

  
Salvatore Castiglione  
Special Deputy Superintendent

**CERTIFICATE OF SERVICE**

I, Germain Cruz, hereby certify that:

1. I am not a party to the action, am over 18 years of age and reside in Queens, New York.
2. On February 19, 2008 I personally served a true copy of the ***BOND IN CONNECTION WITH TEMPORARY RESTRAINING ORDER AND ORDER TO SHOW CAUSE FOR PRELIMINARY INJUNCTION*** via first class mail and email upon:

**Mark Nelson Parry**  
Moses & Singer LLP  
The Chrysler Building  
405 Lexington Avenue  
New York, NY 10174-1299  
Email: mparry@mosessinger.com

**Glen Arthur Silverstein**  
Leader & Berkon LLP  
630 Third Avenue, 17th Floor  
New York, NY 10017  
Email: gsilverstein@leaderberkon.com

**Daniel Peter Shapiro**  
Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz, Ltd.  
55 East Monroe Street  
Suite 3300  
Chicago, IL 60603  
Email: daniel.shapiro@goldbergkohn.com



\_\_\_\_\_  
Germain Cruz